

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:

Chapter 11

DELPHI CORPORATION, *et al.*,

Case No. 05-44481 (RDD)

Debtor.

(Jointly administered with
Delphi Automotive Systems, LLC,
Case No. 05-44640)

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**NOTICE REGARDING TRANSFER OF CLAIM
PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 3001(e)(2)**

To: SPCP Group L.L.C.
as Agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund Ltd.
Two Greenwich Plaza, 1st Floor
Greenwich, CT 06830
Attention: Brian Jarman
Telephone: (203) 542-4032
Facsimile: (203) 542-4100

Your general unsecured claim against Delphi Automotive Systems, LLC (or any of its operating subsidiaries), a debtor and debtor-in-possession in the above-captioned case, in the amount of \$1,377,687.00, and any and all proofs of claim in respect thereof, have been transferred, pursuant to the terms of the Evidence of Transfer of Claim (attached hereto as Exhibit A), to Merrill Lynch Credit Products, LLC (the "Transferee"), its successors and assigns, with offices located at:

Merrill Lynch Credit Products, LLC
4 World Financial Center, 7th Floor
New York, New York 10080
Attention: Gary S. Cohen / Christopher Moon
Telephone: (212) 449-4969
Facsimile: (646) 736-5217

No action is required if you do not object to the transfer of your claim. However, **IF YOU OBJECT TO THE TRANSFER OF YOUR CLAIM, WITHIN 20 DAYS OF THE DATE OF THIS NOTICE YOU MUST FILE A WRITTEN OBJECTION WITH:**

United States Bankruptcy Court
Southern District of New York
One Bowling Green
New York, New York 10004-1408

SEND A COPY OF YOUR OBJECTION TO THE TRANSFEREE.

Refer to Internal Control No. _____ in your objection.

IF YOU FILE AN OBJECTION, A HEARING WILL BE SCHEDULED.

IF YOUR OBJECTION IS NOT TIMELY FILED, THE TRANSFEREE WILL BE
SUBSTITUTED ON OUR RECORDS AS THE CLAIMANT.

Clerk of the Court

FOR CLERK'S OFFICE USE ONLY:

This notice was mailed to the first named party, by first class mail, postage prepaid on
_____, 2006.

INTERNAL CONTROL NO. _____

Copy to Transferee: _____

Claims Agent Noticed: _____

Deputy Clerk

EXHIBIT A

Evidence of Transfer of Claim

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: :
Delphi Automotive Systems, LLC, : Chapter 11
Debtors. : Case No. 05-44481
: (Jointly Administered)
:
-----X

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, **SPCP GROUP, L.L.C., as Agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund Ltd. ("Assignor")**, as assignee of Energy Conversion Systems Holdings Company, hereby unconditionally and irrevocably sells, transfers and assigns to **MERRILL LYNCH CREDIT PRODUCTS, LLC ("Assignee")** all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its general unsecured claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) in the total amount of \$1,377,687.00 against Delphi Automotive Systems, LLC or any one of its operating subsidiaries, the debtor-in-possession in the chapter 11 reorganization case entitled, *In re: Delphi Automotive Systems, LLC*, Chapter 11 Case, Case No. 05-44481 pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all proofs of claim assigned to Assignor by the original owner thereof and any and all notices of Evidence of Transfer filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the Assigned Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim, Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

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IN WITNESS HEREOF, this EVIDENCE OF TRANSFER OF CLAIM IS
EXECUTED THIS 31 day of ~~June~~ October, 2006.

**SPCP GROUP, L.L.C., AS AGENT FOR SILVER
POINT CAPITAL FUND, L.P. AND SILVER
POINT CAPITAL OFFSHORE FUND LTD.**

By: 

Name:

Michael A. Gatto

Title:

Authorized Signatory

MERRILL LYNCH CREDIT PRODUCTS, LLC

By: 

Name:

Ronald Tarak

Title:

Vice President

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TOTAL P.17

TOTAL P.17